

Exhibit D
to
Declaration of Patrick M. Costello re Motion to
Convert Chapter 7 Case to a Case Under Chapter 11

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Attorneys for Petitioning Creditors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

In re:)	Case No.: 12-48131-IE
)	
Picongen Wireless Inc.,)	Chapter 7
Debtor.)	
)	

**STIPULATION RE ENTRY OF ORDER FOR
RELIEF IN AN INVOLUNTARY CASE**

This stipulation is entered by and between the above-captioned debtor, Picongen Wireless Inc. (the "Debtor"), on the one hand, and Ronald W. Moeckel, Ankit Sahu, Max Lightfoot, and Sai Manapragada (collectively, the "Petitioning Creditors"), by and through their counsel, on the other.

RECITALS

A. The Petitioning Creditors filed Involuntary Petition for Relief under Chapter 7 (Docket No.1) against the Debtor on October 3, 2012 (the "Involuntary Petition"). The Court issued the Summons with respect to the Involuntary Petition on October 9, 2012.

B. The Petitioning Creditors duly served the Summons and Involuntary Petition on the Debtor on October 10, 2012 and October 11, 2012. All services of process were effected within the time limitations of F.R.B.P. 7004(e).

C. The Debtor does not contest the Involuntary Petition and is willing to consent to the immediate entry of an order for relief.

STIPULATION

IT IS HEREBY STIPULATED AND AGREED by and between the Debtor and the

Petitioning Creditors as follows:

1. The Debtor does not contest the Involuntary Petition and consents to the immediate entry of an order for relief granting the Involuntary Petition; and

2. The Debtor and the Petitioning Creditors approve the form proposed order as attached hereto as Exhibit A.

Dated: October 24, 2012

PICONGEN WIRELESS INC.

By: /s/ Dale Kluesing

Name: Dale Kluesing

Title: CEO

Dated: October 25, 2012

VECTIS LAW GROUP

By: /s/ Patrick M. Costello

Patrick M. Costello

Attorneys for Petitioning Creditors

Exhibit A
to
Stipulation Re Entry of Order For Relief In An Involuntary Case

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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

In re:)	Case No.: 12-48131-IE
)	
Picongen Wireless Inc.,)	Chapter 7
Debtor.)	
_____)	

ORDER FOR RELIEF IN AN INVOLUNTARY CASE

On consideration of the petition filed on October 3, 2012 against the above-named debtor, an order for relief under chapter 7 of the Bankruptcy Code (title 11 of the United States Code) is GRANTED.

**** END OF ORDER ****

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COURT SERVICE LIST

David Bartlett
Vice President & Secretary
Picongen Wireless Inc.
61 Faith Lane
Tracy, CA 95377

Picongen Wireless Inc.
Attn: Dale Kluesing, Chief Executive Officer
2275 Springwood Drive
Auburn, AL 36830

All other parties who are participants in CM/ECF for this case, including but not limited to U.S. Trustee, will be served through electronic transmission of the Notice of Electronic Filing.